

**HOGAN & HARTSON**  
L.L.P.

EX PARTE OR LATE FILED

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February 11, 2000

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**ORIGINAL**  
**FILED**  
**FEB 11 2000**  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE

**BY HAND DELIVERY**

Ms. Magalie R. Salas  
Secretary  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

**Re: Applications for Transfer of Control of Qwest  
Communications International Inc. and U S WEST, Inc.,  
CC Docket No. 99-272**

Dear Ms. Salas:

On Wednesday, February 9, on behalf of Qwest Communications International Inc. ("Qwest"), the undersigned of Hogan & Hartson L.L.P., discussed the referenced proceeding in a telephone conversation with James Bird, Special Counsel, Office of the General Counsel. The purpose of the telephone conversation was to discuss the plan for divestiture of Qwest's in-region interLATA services and the legal issues surrounding the divestiture process. The points made in Qwest's October 18 reply comments (including the plan of divestiture set forth in Appendix C) were also discussed. The attached e-mail memorandum to Mr. Bird from the undersigned was submitted on February 10 as a follow-up to the telephone discussion, at the request of the staff.

I have hereby submitted two copies of this notice for each of the referenced proceedings to the Secretary, as required by the Commission's rules. Please return a date-stamped copy of the enclosed (copy provided).

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Please contact the undersigned if you have any questions.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Peter A. Rohrbach", with a long horizontal flourish extending to the right.

Peter A. Rohrbach  
Counsel for Qwest Communications  
Corporation

Enclosure

cc: James Bird  
Parties

From: Rohrbach, Peter A.  
Sent: Thursday, February 10, 2000 4:33 PM  
To: 'jbird@fcc.gov'  
Subject: Cases

Jim,

Here are some representative examples of the cases you asked about in connection with the following issues:

1. The Commission presumes that an applicant will comply prospectively with applicable statutory provisions and rules unless and until it is presented with extrinsic evidence to the contrary.

-- *Univision Holdings, Inc.*, 7 FCC Rcd 6672 (1992), at par. 12 (where applicant had explicitly acknowledged applicability of Commission rules and stated its "intention to comply with them," Commission will "not speculate that an applicant will act illegally").

-- *WBC Associates, L.P.*, 2 FCC Rcd 6083 (1987), at par. 13 (Commission will not "speculate that an applicant will act illegally or other than as represented to us" and, if necessary, will "have the ability to review [the applicant's] performance under . . . the Act" if subsequently presented with evidence of illegality).

-- *News International, PLC*, 55 R.R.2d 845 (1984), at par. 33 (refusing to consider speculative allegations of misconduct in face of applicants' "representations . . . as to their future conduct and awareness of the obligations imposed by . . . the Act").

2. Both prior to and following enactment of the 1996 Telecom Act, the Commission has approved mergers and acquisitions subject to an open-ended divestiture condition -- *i.e.*, the Commission has approved transactions based on future divestiture actions without having those actions specifically before them.

-- *Paxson Communications Corp.*, 991 FCC Lexis 6437 (MMB 1997), at paras. 21, 47 (approving broadcast merger conditioned on termination of marketing agreements -- an action not subject to prior Commission review -- "prior to or concurrently with consummation" of the merger).

-- *Combined Communications Corp. of Oklahoma, Inc.*, 12 FCC Rcd 1287 (VSD 1997) (granting assignment of license of television station conditioned on subsequent divestiture, at the applicant's discretion, of either the station or a commonly-owned newspaper -- the latter a transaction which would not be subject to prior Commission review).

-- *WHOA-TV, Inc.*, 11 FCC Rcd 20041 (1996) (granting assignment of license of television station subject to condition that applicant take such actions as necessary -- including asset sale not subject to prior Commission review -- to bring it into compliance with applicable cross-ownership rule).

I gather you also will be looking at *SBC-SNET*, 13 FCC Rcd 21292 (1998) at paras. 35-37 (approving merger based on representation that SNET has taken steps to divest in-region interLATA services, without further reporting or review prior to closing).

**CERTIFICATE OF SERVICE**

I, Barbara E. Clocker, hereby certify that on this 11th day of February, 2000, copies of the foregoing "Ex Parte Notice" were served by hand delivery (where indicated) or by first class mail to the following:

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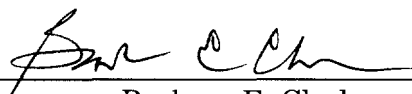
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